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RECORDATION NO. 18509
FILED 1425

JUN 7 1994 - 3 20 PM

INTERSTATE COMMERCE COMMISSION

RECEIVED
OFFICE OF THE
SECRETARY
JUN 13 1994
OF COUNSEL
URBAN A. LESTER
LEGISLATIVE BRANCH

June 7, 1994

0100255082

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two duly executed copies of a Memorandum of Master Equipment Lease Agreement, dated as of May 31, 1994, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177. 805

The enclosed document relates to the Memorandum of Master Equipment Lease Agreement, dated as of November 30, 1993, which was filed with the Commission on December 10, 1993 under Recordation Number 18509.

The names and addresses of the parties to the enclosed document are:

Lessor: Pitney Bowes Credit Corporation
201 Merritt Seven
Norwalk, Connecticut 06856

Lessee: Minnesota Corn Processors, Inc.
400 West Main Street, Suite 201
Marshall, Minnesota 56258

A description of the railroad equipment covered by the enclosed document is:

eleven (11) tank cars manufactured by Trinity Industries and bearing AMIX reporting marks and serial numbers as set forth in Exhibit A attached to the enclosed Memorandum.

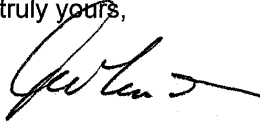
Countryman

Mr. Sidney L. Strickland, Jr.
June 7, 1994
Page 2

Also enclosed is a check in the amount of \$18.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", written in a cursive style.

Robert W. Alvord

RWA/bg
Enclosures

RECORDATION NO. 18509 D FILED 1425

JUN 7 1994 - 3 20 PM

MEMORANDUM
OF MASTER EQUIPMENT LEASE AGREEMENT INTERSTATE COMMERCE COMMISSION

On the date hereof, the parties hereto entered into that certain Master Equipment Lease Agreement No. 7715030 (the "Lease Agreement") dated as of November 30, 1993, and that certain Lease Schedule No. 805 attached and incorporated by reference thereto, by and between Pitney Bowes Credit Corporation ("Lessor"), having a place of business located at 201 Merritt Seven, Norwalk, Connecticut 06856-5151, and Minnesota Corn Processors ("Lessee"), having its principal place of business located at 400 West Main Street, Suite 201, Marshall, Minnesota 56258-1236, pursuant to which Lessor has leased to Lessee the Equipment described on Exhibit A hereto, subject to the terms and conditions of said Lease Agreement.

IN WITNESS WHEREOF, each of the undersigned pursuant to due corporate authority has caused this Memorandum of Master Equipment Lease Agreement (the "Memorandum") to be duly executed in its respective corporate name by an officer duly authorized and hereby declares pursuant to 28 U.S.C. 1746 under penalty of perjury that this Memorandum is a true and correct document and is effective as of the 31st day of May, 1994.

PITNEY BOWES CREDIT CORPORATION

BY: [Signature]

ITS: REGION VICE PRESIDENT

DATED: 6-6-94

MINNESOTA CORN PROCESSORS

BY: X [Signature]

ITS: X PRESIDENT

DATED: X 6/3/94

EXHIBIT A

<u>QTY</u>	<u>ITEM</u>	<u>MANUFACTURER & REPORTING MARKS</u>
Eleven (11)	1994, 30143 WG, 119-3/8 ID, NC&NI, DOT111A100W1 Railroad Tankcars	Trinity Industries, Inc. Lettered AMIX 300057, 300062, 300063, 300066, 300067, 300068, 300069, 300070, 300072, 300073, 300074

and all accessories, attachments, accessions, substitutions thereto.

STATE OF Minnesota
COUNTY OF Lyon

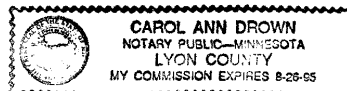
SS.

On June 3, 1994 before me, Carol Ann Drown
(Notary Name and Title)
personally appeared Richard J. Jorgenson
personally known to me (or proved to me on the basis of satisfactory
evidence) to be the person(s) whose name(s) is/are subscribed to
within the instrument and acknowledged to me that he/she/they
executed the same in his/her/their authorized capacity(ies),
and that by his/her/their signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted,
executed the instrument.

WITNESS my hand and official seal.

Signature: Carol Ann Drown

(Notarial Seal)



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

No. 5907

State of California

County of Orange

On June 6, 1994 before me, Carolyn S. Bruner, Notary Public,
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared John K. Fitzpatrick,
NAME(S) OF SIGNER(S)

☒ personally known to me - **OR** - ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Carolyn S. Bruner
SIGNATURE OF NOTARY

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

- ☐ INDIVIDUAL
☐ CORPORATE OFFICER

TITLE(S)

- ☐ PARTNER(S) ☐ LIMITED
☐ GENERAL

- ☐ ATTORNEY-IN-FACT
☐ TRUSTEE(S)
☐ GUARDIAN/CONSERVATOR
☐ OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

DESCRIPTION OF ATTACHED DOCUMENT

MEMORANDUM OF MASTER EQUIPMENT LEASE AGREEMENT

TITLE OR TYPE OF DOCUMENT

2
NUMBER OF PAGES

5-31-94
DATE OF DOCUMENT

SIGNER(S) OTHER THAN NAMED ABOVE